SHRIRAM City
MONEY WHEN YOU NEED IT MOST

Ref: STEC BSE/NSE 602/2022

July 7, 2022

The Secretary,
BSE Ltd
P J Towers,
Dalal St,
Mumbai 400 001

The Manager,
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra- Kurla Complex, Bandra (E),
Mumbai 400 051

Dear Sir/Madam,

Ref: ISIN – INE722A01011 ; Scrip Code: BSE – 532498 NSE – SHRIRAMCIT

Sub: Results of Voting and the Report of the Scrutiniser
Ref: Regulations 44(3) and 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

This is in continuation of our letter dated July 6, 2022 with respect to the meeting of Secured Creditors of Shriram City Union Finance Limited ("Company") convened and held as per the directions of the Honourable National Company Law Tribunal, Chennai Bench ("NCLT") on July 6, 2022 through video conferencing. The said meeting was convened and held in the matter of the Composite Scheme of Arrangement and Amalgamation between Shrilekha Business Consultancy Private Limited and Shriram Financial Ventures (Chennai) Private Limited and Shriram Capital Limited and Shriram Transport Finance Company Limited and Shriram City Union Finance Limited and Shriram LI Holdings Private Limited and Shriram GI Holdings Private Limited and Shriram Investment Holdings Limited and their respective Shareholders ("Scheme"). We enclose herewith the Consolidated report of the Scrutiniser dated July 7, 2022 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules 2014. The results of voting along with report of the Scrutiniser is posted on the website of the Company.

We request you to take this on record.

Thanking You,
For Shriram City Union Finance Limited

07/07/2022

C R Dash
Company Secretary

Encl: a/a

Company Name	SHRIRAM CITY UNION FINANCE LIMITED
Date of the General Meeting	06.07.2022
Total number of shareholders on record date	15,856
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	58 Secured Creditors
Promoters and Promoter Group:	0
Public:	58

Resolution required: (Ordinary/ Special)	SPECIAL - Seeking approval for Composite Scheme of Arrangement and Amalgamation between Shrilekha Business Consultancy Private Limited (the Transferor Company 1) and Shriram Financial Ventures (Chennai) Private Limited (SFVPL) and Shriram Capital Limited (Transferee Company 1 or Demerged Company or Transferor Company 2) and Shriram Transport Finance Company Limited (Transferee Company 2) and Shriram City Union Finance Limited (Transferor Company 3) and Shriram LI Holdings Private Limited (Resulting Company 1) and Shriram GI Holdings Private Limited (Resulting Company 2) and Shriram Investment Holdings Limited (Resulting Company 3) and their respective shareholders (Scheme) and to authorize the Board to do all such acts, deeds, matters and things to give effect to this resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	238,331,263,406.00	194,919,300,884.00	81.7850	194,919,300,884.00	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting							
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000

SHRIRAM CITY UNION FINANCE LTD. ★ SANTHOME CHENNAI-4

P Sriram & Associates
Practising Company Secretaries

CONSOLIDATED REPORT OF THE SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To
Mr. Justice (Retd.) V. Bharathidasan,
Chairperson appointed by National Company Law Tribunal, Chennai Bench
Vide order made on May 11, 2022 for the Meeting of Secured Creditors of Shriram City Union Finance Limited.

SUB: Consolidated Scrutinizer's Report on the result of e-voting and voting at the meeting by the Secured Creditors at the Hon'ble National Company Law Tribunal, Chennai Bench convened meeting of Secured Creditors of Shriram City Union Finance Limited ('the Company') held on Wednesday, July 6, 2022 at 1.00 P.M (IST) through Video Conference.

Dear Sir,

I, P.Sriram, Practicing Company Secretary, Membership No. FCS 4862 and Certificate of Practice No-3310, P. Sriram & Associates having office at No.28, R.K Nagar, 3rd Cross Street, "Shankaralaya", Mandaveli, Chennai – 600028 was appointed as Scrutinizer by the Honourable National Company Law Tribunal, Chennai Bench ("NCLT") by it's Order made on May 11, 2022 in Company Application No.36 of 2022 for the purpose of Scrutinizing the remote e-voting, voting at the Meeting and the process of voting in a fair and Transparent manner at the Meeting of Secured Creditors ("Meeting") of M/s Shriram City Union Finance Company Limited ("Company") convened and held by the said Order of NCLT on July 6, 2022 at 1.00 P.M through Video Conferencing ("VC") pursuant to the provisions of Section 230 to Section 232 and other Applicable provisions of the Companies Act, 2013 ("the Act") (including any Statutory Modifications or re-enactment thereof) read with Companies (Compromises, Arrangement and Amalgamations) Rules, 2016 (as amended) for approval of Composite Scheme of Arrangement and Amalgamation between Shrilekha Business Consultancy Private Limited (The Transferor Company 1) and Shriram Financial Ventures (Chennai) Private Limited and Shriram Capital Limited (Transferee Company 1 / Demerged Company / Transferor Company 2) and Shriram Transport Finance Company Limited (Transferee Company 2) and Shriram City Union Finance Limited (Transferor Company 3) and Shriram LI Holdings Private Limited (Resulting Company 1) and Shriram GI Holdings Private Limited (Resulting Company 2) And Shriram Investment Holdings Limited (Resulting Company 3) and their respective shareholders ("Scheme").

P.Sriram & Associates PCS Mandaveli, Chennai - 28

No.10/28, II Floor, 3rd Cross Street, R.K. Nagar, Raja Annamalaipuram, Chennai - 600 028.
Phone: 044 4215 3510, 4320 1250, Mobile : 95660 33011 E-mail : info@prowiscorporate.com

I do hereby submit my report as under:

1. The Company entered into an arrangement with and engaged M/s. Central Depository Services (India) Limited ("CDSL"), to act as such, to provide e-voting facilities for voting through electronic means to all the Members who were eligible to take part in the remote e-voting and voting at the Meeting .

2. The Cut-Off Date for the purposes of identifying the Secured Creditors entitled to vote on the resolutions by remote e-voting placed for approval of the creditors was March 31, 2022.

3. As prescribed in the rules, remote e-voting facility was kept open for three days from Sunday, 10.00 am July 3, 2022 upto 5.00 pm Tuesday, July 5, 2022. The facility of joining the meeting through VC was opened 15 Minutes before the Meeting and 15 minutes after the scheduled start time of the meeting.

4. As on the cut-off date i.e., March 31, 2022, there were 15,856 Secured Creditors of the Company.

5. At the end of remote e-voting period on Tuesday July 5, 2022 at 5:00 pm, e-voting portal of CDSL was blocked forthwith.

6. The quorum for the Meeting as fixed by the Hon'ble NCLT vide order dated May 11, 2022 was 25 (Twenty-Five).

7. At the Meeting 58 (Fifty-Eight) Secured Creditors attended meeting through Video Conferencing and were counted for the purpose of reckoning the quorum under section 103 of the Act. At the scheduled time for the commencement of the meeting, that is, at 1.00 pm, the Chairperson declared the Meeting to order, being the requisite quorum as fixed by the Honourable NCLT was present.

8. After the conclusion of the Meeting at 1.38 pm the votes cast through remote e-voting and voting at the Meeting were unblocked by me in the presence of witnesses namely, Mr. Mohit Panwar and Mr.Sudhan.

P.Sriram & Associates PCS Mandaveli, Chennai - 28

No.10/28, II floor, 3rd Cross street, R.K.Nagar, Raja Annamalaipuram, Chennai – 600028.
Phone:044-4213510, 45128000, Mobile: 9566033011 E-mail: info@prowiscorporate.com

9. The voting records of votes cast at the Meeting and remote e-voting were reconciled with the records maintained/information provided as on the Cut-Off Date, by M/s Integrated Registry Management Services Private Limited, the Registrar and Share Transfer Agents (RTA) of the Company along with the authorizations lodged with the RTA/Company. The votes were also scrutinized for the purpose of eliminating duplicate voting (i.e.) on remote e-voting as well as voting at meeting.

10. At the meeting, the following resolution was considered:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 , (including any statutory modification or re-enactment thereof) read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 or any other rules made thereunder, the observation letters issued by BSE Limited and the National Stock Exchange of India Limited, dated March 15, 2022 and March 16,2022, respectively, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Bench, at Chennai ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include Merger/Amalgamation Committee or any other Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the proposed Composite Scheme of Arrangement and Amalgamation between Shrilekha Business Consultancy Private Limited ("the Transferor Company 1") and Shriram Financial Ventures (Chennai) Private Limited ("SFVPL") and Shriram Capital Limited ("Transferee Company 1" or "Demerged Company" or "Transferor Company 2") and Shriram Transport Finance Company Limited ("Transferee Company 2") and Shriram City Union Finance Limited ("Transferor Company 3") and Shriram LI Holdings Private Limited ("Resulting Company 1") and Shriram GI Holdings Private Limited ("Resulting Company 2") and Shriram Investment Holdings Limited ("Resulting Company 3" and their respective shareholders ("Scheme") placed before this meeting be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and /or making such adjustments in the books of accounts as

considered necessary in giving effect to the Scheme, as the Board may deem fit and proper without being required to seek any further approval of the Secured Creditors or otherwise to the end and intent that the Secured Creditors shall be deemed to have given their approval thereto expressly by authority under this Resolution and the Board be and is hereby further authorized to execute such further deeds, documents and writings that may be considered necessary, make necessary filings and carry out any or all activities for the purpose of giving effect to this Resolution."

11. The Consolidated Results of remote e-voting and voting at the Meeting of the Secured Creditors of the Company on the resolution based on the report generated by CDSL, are as under:

voting by Secured Creditors	**voted in favour of the resolution**		**voted against the resolution**		**votes invalid**		**Total**
	Through remote e-voting	**Through voting at the Meeting**	**Through remote e-voting**	**Through voting at the Meeting**	**Through remote e-voting**	**Through voting at the Meeting**	
Number of Secured Creditors voted	82	28	-	-	-	-	**110**
Number of Votes Cast by Secured Creditors	1,94,55,07,01,885	36,85,98,999	-	-	-	-	**1,94,91,93,00,884**
% of total number of valid votes cast	**99.81%**	**0.19%**	-	-	-	-	-

Figures in the percentage terms wherever appearing in the fraction have been rounded off.

CONSOLIDATED RESULTS ON VOTING:

PERCENTAGE OF VOTES IN FAVOUR– 100%
PERCENTAGE OF VOTES AGAINST – NIL

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It is to be noted that the Secured Creditors

a) Who abstained from voting under remote e-voting were not considered for reckoning valid votes.
b) Who voted by way of remote e-voting and voted at Meeting, votes cast by him/ her by way of remote e-voting were only considered.

12. Accordingly, the proposed resolution seeking approval of the Composite Scheme of Arrangement and Amalgamation has been approved by the majority in numbers and representing more than three fourth in value of the Secured Creditors of the Company as required under the Act.

13. Electronic Device containing a list of Secured Creditors who voted "FOR"/ "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.

14. The Electronic Data and all other relevant records relating to the remote e-voting and voting at Meeting are under my safe custody and will be handed over to the Company for preserving safely after the Chairperson gives his report.

Thanking You,
Yours Faithfully

P.Sriram & Associates PCS Mandaveli, Chennai - 28

P. Sriram
Practicing Company Secretary
[Scrutinizer Appointed by the Hon'ble National Company Law Tribunal, Chennai Bench]

M. No.: F4862
CP No.: 3310
Place: Chennai
Date: July 7, 2022
UDIN: F004862D000579205